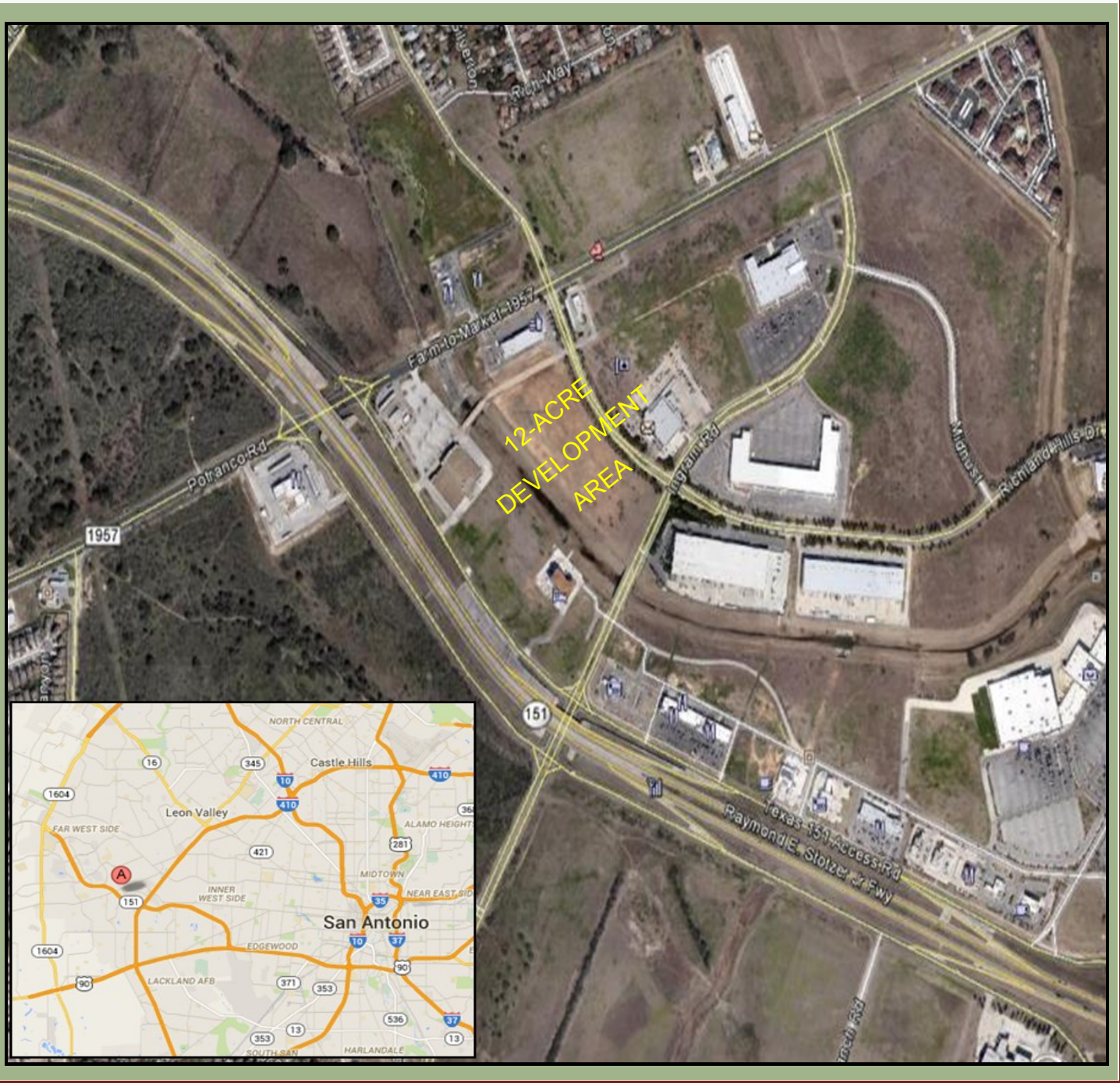
RFQ - QUALIFED DEVELOPER

Public-Private Partnership

P3

NORTHWEST AREA RECREATION AND COMMUNITY DEVELOPMENT



CITY OF SAN ANTONIO
TRANSPORTATION & CAPITAL IMPROVEMENTS

PUBLIC-PRIVATE PARTNERSHIP
REQUEST FOR QUALIFIED DEVELOPER

NORTHWEST AREA RECREATION
AND COMMUNITY DEVELOPMENT

Notice Regarding Prohibition on Campaign or Officeholder Contributions for Individuals and Entities Seeking High-Profile Contracts. Under Section 2-309 of the Municipal Campaign Finance Code, the following are prohibited from making a campaign or officeholder contribution to any member of City Council, candidate for City Council or political action committee that contributes to City Council elections from the 10th business day after a contract solicitation has been released until 30 calendar days after the contract has been awarded:

1. Legal signatory of a high-profile contract;
2. any individual seeking a high-profile contract;
3. any owner or officer of an entity seeking a high-profile contract;
4. the spouse of any of these individuals;
5. any attorney, lobbyist or consultant retained to assist in seeking contract.

A high-profile contract cannot be awarded to the individual or entity if a prohibited contribution has been made by any of these individuals during the "black out" period.

Release Date: DECEMBER 9, 2014

Statements of Qualifications Due: JANUARY 7, 2015

MAYOR
IVY R. TAYLOR

RAY LOPEZ
COUNCILMAN
DISTRICT 6

SHERYL SCULLEY
CITY MANAGER

Message from Councilman Ray Lopez, District 6

Dear Potential Partner(s):

When I took office as Councilman of District 6 in 2009, I eagerly began working with my constituents to understand the needs and desires of the community. Many of the residents expressed a desire to be more active. Whether it be expanding our greenway trails, adding additional bike lanes, or hosting a 5K with the San Antonio Sports Foundation, I have become a great proponent for increased physical fitness within the District 6 community.

With the support of my constituents and the approval of the 2012 Bond Program, I envision both a new recreational facility as well as a new library in District 6 at the corner of Potranco and Highway 151. It is a perfect location for such an attraction due to its central proximity within District 6. With many surrounding neighborhoods, residents will undoubtedly be eager to visit and take full advantage of the amenities that will be offered.

The YMCA has committed to helping achieve this vision by purchasing a former grocery store building at the corner of Potranco and Highway 151 with the intent to partner with the City to repurpose the former store into a new co-located recreation center and library.

As Councilman for District 6, I fully support the City of San Antonio seeking a Public-Private Partnership (P3) for the construction of private development, along with multi-purpose athletic fields on a 12-acre parcel adjacent to the proposed YMCA/Library building. The construction and completion of the Northwest Area Recreation and Community Development would serve as an asset to the District 6 community and would provide amenities and services to one of the fastest growing areas in San Antonio. I look forward to seeing this project become a successful investment in District 6.

Yours Truly,

Ray

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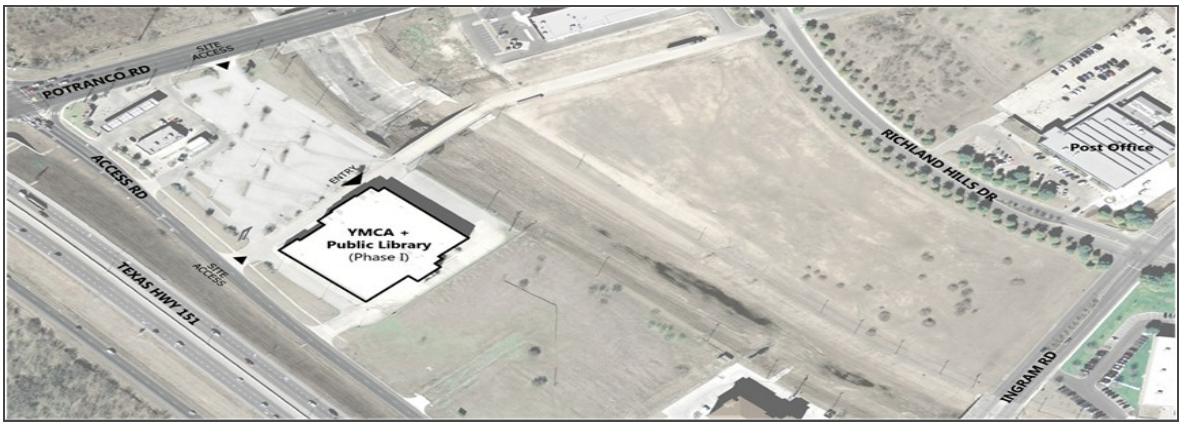
I. INTRODUCTION

The City of San Antonio (hereafter referred to as "the City") through this Request for Qualifications ("RFQ") is soliciting statements of qualifications from interested parties to participate in a Public-Private Partnership (hereafter referred to as "P3") for the development of city-owned property located at the intersection of Ingram Road and Richland Hills Drive.

The City seeks to identify a highly qualified, creative developer or development team to re-develop the city-owned vacant property and constructing multi-purpose athletic fields on 6 of the 12-acres owned by the City. The athletic fields will be operated by the YMCA and they have a preferred designer that will be involved with the development team on design.

On November 1, 2012, the City of San Antonio adopted Public-Private Partnership (P3) guidelines in accordance with the Texas Legislature enacting the Public and Private Facilities and Infrastructure Act of 2011 under Chapter 2267 of the Texas Government Code. This Council action allows the City to facilitate and expand the use of P3s and by adopting the P3 Guidelines, the City has an additional tool for mobilizing excess or underutilized assets and sharing/ allocating risks and rewards between public and private entities. Under said guidelines, the City and a private entity (comprised of a single operator or a team) enter into a contractual agreement in order to deliver a compatible development that demonstrates the potential to generate sustainable non-tax revenue sources, and which allows the City to participate in the benefits of the development of their real estate assets.



II. PROJECT BACKGROUND

In 2011, City Council District 6 provided funds for a study of the need for a new Recreation Center in the northwest quadrant of San Antonio. This study revealed interest exists for a new YMCA community center serving District 6. The location at the corner of Ingram Road and Richland Hills Drive was considered "very convenient" by 86% of the respondents. Additionally, the primary prospective member groups of a new recreation facility include families with children, aging baby-boomers and health seekers.

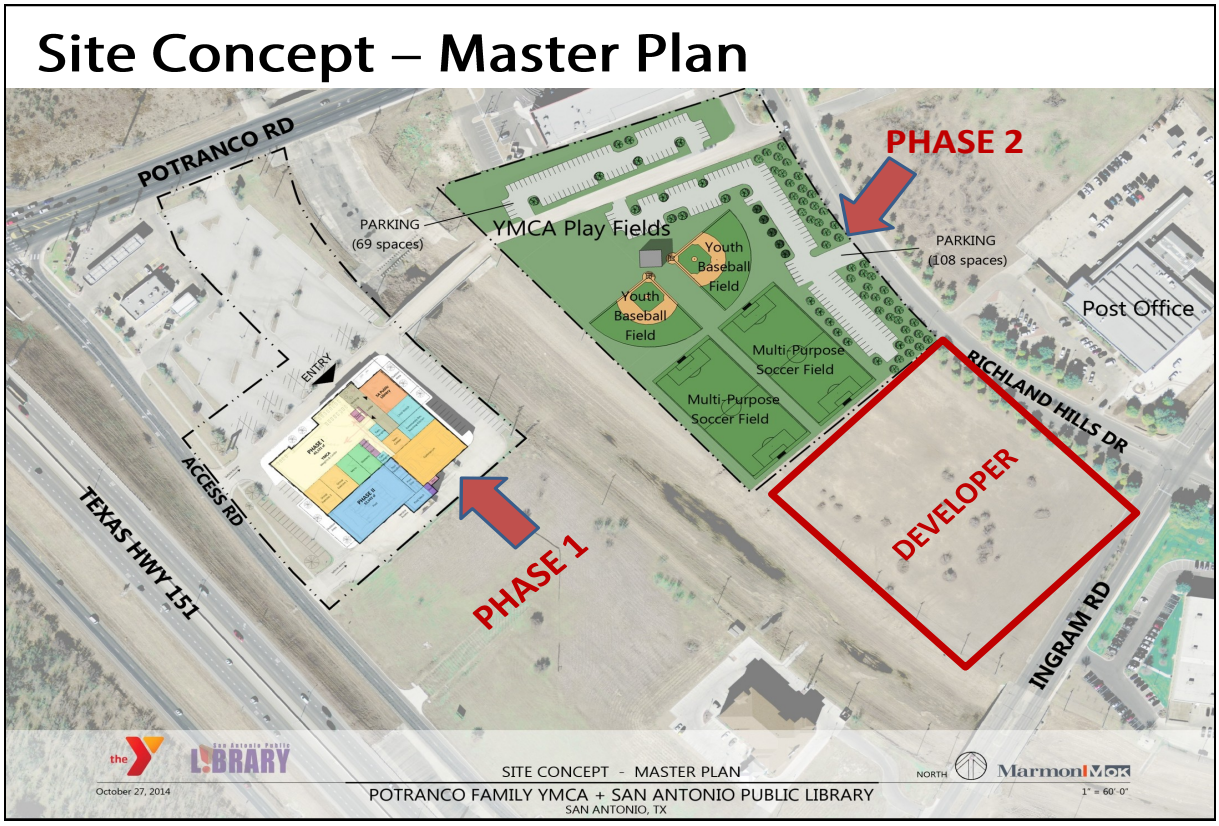
II. PROJECT BACKGROUND (continued)

The consultant recommended a 37,000 square foot or larger recreation facility with an indoor pool. Additionally due to the population of children, the YMCA felt that outdoor athletic fields were an essential component of the recreation center.

In preparation of the 2012-2017 General Obligation Bond Program, community meetings were held in each City Council District requesting priorities to be included on the ballot initiative. The bond committees recommended funding for a recreation center and a new branch library in Council District 6 to be included on the ballot. Both projects were partially funded through the Bond in anticipation of leveraged funding from other sources.

In May of 2012, voters approved the 2012-2017 General Obligation Bond Program, $3 million was designated for a project titled the Northwest Area Recreation Center in Council District 6 and $1.4 million was designated for development of a Library in Council District 6.

In October 2014, YMCA purchased a former grocery store building at the corner of Potranco Road and Highway 151 with the intent to partner with the City to repurpose the old grocery store into a new co-located recreation center and library. A funding agreement with the YMCA is planned to go before the City Council in December 2014.



Public Private Partnership (P3) Authority:

On November 1, 2012, City Council adopted the P3 guidelines in accordance with Chapter 2267 of the Texas Government Code. Per the adopted P3 guidelines in September 2013, the City plans issue a Request for Qualifications (RFQ) to identify qualified developers that would build the athletic fields on 6 of the 12-acres. The remaining 6 acres would potentially be used by the developer for retail/office or multi-family housing. The P3 statute requires a developer to be selected through a 2-step process. The first step is to ensure a developer is qualified. Then, the City would request detailed proposals only from qualified developers.

III. OBJECTIVES AND CONSIDERATIONS

The key objective of this Request for Qualifications (RFQ) is to identify a highly qualified, creative developer or development team capable of creating a multi-family housing, commercial, neighborhood retail or mixed-use development on the southern half of approximately 12-acres of City owned property located at the corner of Ingram Road and Richland Hills Blvd. The City expects developer to provide a plan for the development of athletic fields, a playground, and related infrastructure including a minimum of 177 parking spaces on the northern half of the property.

The City will review the submittals and may identify a short list of qualified respondents for further consideration and interviews. The City may choose to issue a Request for Proposal (RFP) to the selected short list of respondents that will require a more detailed framework design and business plan. If the City selects a successful respondent, the parties will negotiate and enter into an Interim Agreement. During the term of the Interim Agreement, the City and successful respondent shall negotiate terms and conditions of a sale and/or long-term lease of property and all development and financial considerations.

RFQ submittals must include a conceptual redevelopment plan, descriptions of relevant experience and track record, in-house development capabilities and capacity, proposed management team and structure and adequate financial resources. The City is open to and encourages creative redevelopment solutions but these must be family friendly.

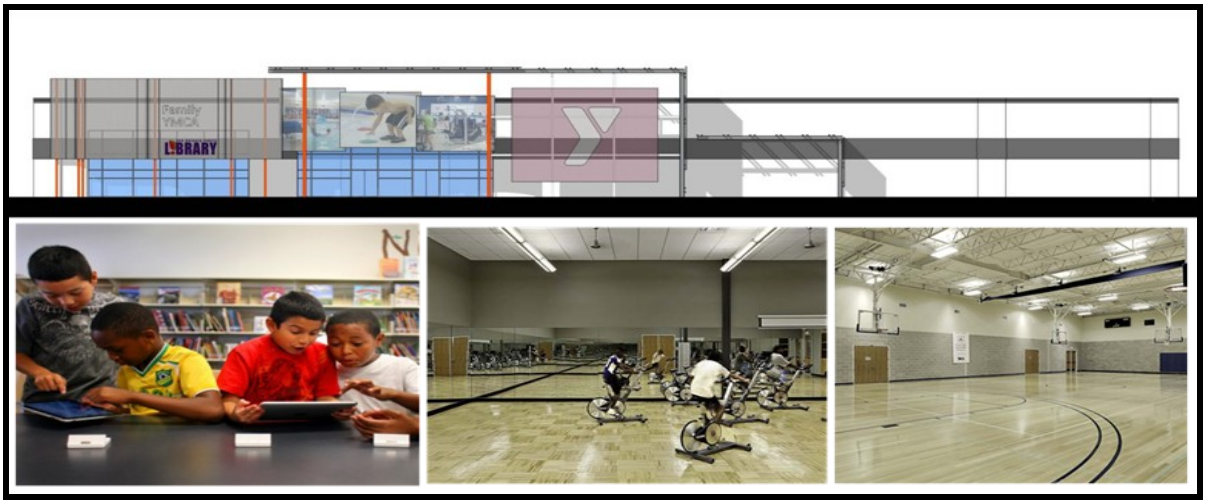
DEVELOPMENT CONSIDERATIONS

- **Requirements:**
  - Must complete design and build athletic fields (in accordance with Athletic Fields/Playground/Parking programming and architectural requirements Exhibit B with 177 dedicated parking spaces.
  - Development Team will ensure the entire project (developer's portion and the athletic fields) is compliant with all rules for development including the Unified Development Code.

DEVELOPMENT CONSIDERATIONS

- **Requirements (continued)**
  - Development Team will ensure the athletic fields portion (including all infrastructure and parking) of the project is completed by Spring 2016.
  - Construction of athletic fields will be consistent with the conceptual plan provided by YMCA.
  - City will retain ownership of the 6 acres for the athletic fields and related parking. This will be leased to YMCA for its operation of the fields.
- **Use Options:**
  - Housing, including multi-family, neighborhood retail, commercial or mixed use development.
  - Family oriented / family friendly (Sexual Oriented Businesses and Liquor Stores are prohibited).
  - Generates annual revenue to assist with operations of the Recreation Center and Library.
- **Property Condition:**
  - The site is 12 acres and there is approximately 6 acres for development (See Exhibit A)
  - A drainage easement runs along the western portion of the property. The City will consider recreational development within that easement or a building over the easement so long as all drainage requirements are properly permitted and approved by the City's Transportation & Capital Improvements Department/Storm water Management Division. This drainage easement is envisioned to eventually become pedestrian access (beneath Potranco Road) to the neighborhoods to the north and a linear creekway park development.
  - To the west of the drainage easement, the City is partnering with the YMCA to rehabilitate an old grocery store into a recreation center and library. This facility will access the athletic fields from a bridge that crosses the drainage easement. The City would like the Developer to consider improvements to the pedestrian access along the bridge from the YMCA/ Library to the athletic fields.
  - A Traffic Impact Analysis has already been conducted on the property and is included as Exhibit C. Developer may utilize this TIA or conduct its own. Developer will be responsible for all required street modifications as a result of this project.

Phase 1 - YMCA Renovation: The City will contract with YMCA using the Bond funds to design and construct a 5,000 square foot San Antonio Branch Library and 49,000 square foot YMCA recreational center.



Services to be provided at the YMCA include a full size gymnasium for basketball and other sport courts, exercise equipment and classes, locker rooms, child watch area which is a convenient location for parents to leave their children while parents work-out in the YMCA facility, teen programming, health and wellness programs for adults and senior citizens. The Library will be a 5,000 square foot branch with services for all ages, a hard copy book collection as well as access to free Wi-Fi and a digital collection.

Phase 2 - Multi-Purpose Athletic Fields: This phase will be will be accomplished through a Public-Private Partnership (P3) to include the construction of multi-purpose athletic fields, a playground and related parking on the northern half of a 12-acre parcel adjacent to the proposed YMCA/Library building. The City-owned 12-acre parcel is currently vacant and located at the intersection of Richland Hills Drive and Ingram Road. The remaining 6 acres would potentially be used by the developer for retail/office or multi-family housing. The P3 statute requires a developer to be selected through a two-step process. The first step is to ensure a developer is qualified. Then, the City would request detailed proposals only from five or fewer qualified developers.

Phase 3 - Indoor Swimming Pool: The third phase of the project includes the indoor pool recommended in the 2011 study. The pool would be located inside the YMCA building at 8765 State Highway 151. This phase is currently not funded. It is requested that the developer suggest potential ways to fund this phase.

Phase 4– Pedestrian connectivity / linear park: It is envisioned that eventually pedestrian access (beneath Potranco Road) to the neighborhoods to the north, and a linear creekway park will be developed. This phase is currently not funded. Developer

III. OBJECTIVES AND CONSIDERATIONS

The key objective of this Request for Qualifications (RFQ) is to identify a highly qualified, creative developer or development team capable of creating a multi-family housing, commercial, neighborhood retail or mixed-use development on the southern half of approximately 12 acres of City owned property located at the corner of Ingram Road and Richland Hills Blvd. The City expects developer to provide a plan for the development of athletic fields and related infrastructure including a minimum of XX parking spaces on the northern half of the property.

The City will review the submittals and may identify a short list of qualified respondents for further consideration and interviews. The City may choose to issue a Request for Proposal (RFP) to the selected short list of respondents that will require a more detailed framework design and business plan. If the City selects a successful respondent, the parties will negotiate and enter into an Interim Agreement. During the term of the Interim Agreement, the City and successful respondent shall negotiate terms and conditions of a sale and/or long-term lease of property and all development and financial considerations.

RFQ submittals must include a conceptual redevelopment plan, descriptions of relevant experience and track record, in-house development capabilities and capacity, proposed management team and structure and adequate financial resources. The City is open to and encourages creative redevelopment solutions but these must be family friendly.

DEVELOPMENT CONSIDERATIONS

- **Requirements:**
  - Must complete design and build athletic fields (in accordance with YMCA programming and architectural requirements Exhibit B with 177 dedicated parking spaces.
  - Development Team will ensure the entire project (developer's portion and the athletic fields) is compliant with all rules for development including the Unified Development Code.
  - Development Team will ensure the athletic fields portion (including all infrastructure and parking) of the project is completed by Spring 2016.
  - Construction of athletic fields will be consistent with the conceptual plan provided by YMCA.
  - City will retain ownership of the 6 acres for the athletic fields and related parking. This will be leased to YMCA for its operation of the fields.

DEVELOPMENT CONSIDERATIONS

- **Use Options:**
  - Housing, including multi-family, neighborhood retail, commercial or mixed use development.
  - Family oriented / family friendly (Sexual Oriented Businesses and Liquor Stores are prohibited).
  - Generates annual revenue to assist with operations of the Recreation Center and Library.
- **Property Condition:**
  - The site is 12 acres and there is approximately 6 acres for development (See site layout Exhibit A)
  - A drainage easement runs along the western portion of the property. The City will consider recreational development within that easement or a building over the easement so long as all drainage requirements are properly permitted and approved by the City's Transportation & Capital Improvements Department / Storm water Management Division. This drainage easement is envisioned to eventually become pedestrian access (beneath Potranco Road) to the neighborhoods to the north and a linear creekway park development.
  - To the west of the drainage easement, the City is partnering with the YMCA to rehabilitate an old grocery store into a recreation center and library. This facility will access the athletic fields from a bridge that crosses the drainage easement. The City would like the Developer to consider improvements to the pedestrian access along the bridge from the YMCA/ Library to the athletic fields.
  - A Traffic Impact Analysis has already been conducted on the property and is included as Exhibit C. Developer may utilize this TIA or conduct its own. Developer will be responsible for all required street modifications as a result of this project.
  - The feasibility study for the Recreation Center completed in 2011 is attached as Exhibit D

❖ Zoning

- The 12 acre site is platted as a single lot, and is located at the intersection of Ingram Road and Richland Hills Blvd.
- Property is zoned I-1 (General Industrial) and will need to be re-zoned for use by the City and YMCA as athletic fields (C1) or any other development. Industrial use is not desirable by the City for this property. City will support developer's application for re-zoning.
- **I-1 General Industrial District (Sec. 35-310.13)**

  The general industrial district accommodates areas of heavy and concentrated fabrication and manufacturing and industrial uses which are suitable based on the character of adjacent development. Examples of permitted uses: auto & light truck auction, truck stop, abrasives manufacturing, food & drug manufacturing, sand & gravel storage & sales, screened outdoor storage, outdoor flea market, manufactured homes/oversized vehicles sales, service and storage.

- **C-1 Light Commercial District (Sec. 35-310.10)**

  C-1 districts accommodate neighborhood commercial uses which depend on a greater volume of vehicular traffic than an NC district. C-1 uses are considered appropriate buffers between residential uses and
  C-2 and C-3 districts and uses. Building size is limited to 5,000 square feet. Examples of permitted uses: arcade, boarding house, noncommercial athletic field, retail furniture sales, grocery store (limited to 3,000 square feet), nursery (retail – no growing of plants on site permitted), retail office equipment and supply, and retail rug or carpet sales. No outdoor storage or display of goods shall be permitted except for outdoor dining.

IV. SCHEDULE OF EVENTS:

P3 RFQ Advertisement	December 9, 2014
Pre-Submittal Conference	December 16, 2014 @ 3:30 P.M.
Responses to RFQ due to City Clerk 100 Military Plaza	January 7, 2015
Issue RFP to Short-Listed Respondents (By invitation only)	January 21, 2015
Detailed Submittals Due	February 20, 2015
Public Hearing on Accepted Proposal	April 7, 2015
Anticipated City Council Consideration	April 30, 2015

V. PRE-SUBMITTAL CONFERENCE FOR RFQ

A Pre-Submittal Conference will be held on **December 16, 2014, 3:30 P.M. - 4:30 P.M.** at the **YMCA of Greater San Antonio Association Offices, 3233 N. St. Mary's, Room 1, San Antonio, TX 78212.** Attendance at the Pre-Submittal Conference is optional but strongly encouraged. Respondents are encouraged to prepare and submit their questions in writing three (3) calendar days in advance of the Pre-Submittal Conference in order to expedite the proceedings.

City responses to questions received by this due date may be distributed at the Pre-Submittal Conference and posted on the City's website at http://epay.sanantonio.gov/rfpListings/.

The YMCA Offices are wheel-chair accessible and auxiliary aids/services are available upon request. Assistance with Interpreters for the Deaf must be requested at least 48 hours prior to the meeting. For assistance, call (210) 207-7245 Voice/TTY.

Any oral responses provided by City staff at the Pre-Submittal Conference shall be preliminary. A written summary of the Pre-Submittal Conference shall contain official responses, if any. Any oral response given at the Pre-Submittal Conference that is not confirmed in the written summary of the Pre-Submittal Conference or by a subsequent addendum shall not be official or binding on the City. Only written responses shall be official and all other forms of communication with any officer, employee or agent of the City shall not be binding on the City.

VI. RESTRICTION ON COMMUNICATIONS

Once this RFQ has been released, Respondents are prohibited from communicating with City staff regarding the RFQ or Submittals, with the following exceptions:

Respondents are prohibited from communicating with elected City officials and their staff regarding the RFQ or submittal from the time the RFQ has been released until the contract is posted as a City Council agenda item. Respondents are prohibited from communicating with City employees from the time the RFQ has been released until the contract is awarded. These restrictions extend to "thank you" letters, phone calls, emails and any contact that results in the direct or indirect discussion of the RFQ and/or submittal submitted by Respondents. Violation of this provision by Respondent and/or its agent may lead to disqualification of Respondent's submittal from consideration.

Exceptions to the restrictions on communication with City employees include:

1. Respondents may ask verbal questions concerning this RFQ at the Pre-Submittal Conference.

2. Respondents may submit written questions concerning this RFQ to the Staff Contact Person listed in the address below until **1:00 P.M. on December 23, 2014**. Questions received after the stated deadline will not be answered. Telephone questions will be accepted, however, official responses will be made in writing so that all interested parties may receive the response. It is suggested that all questions be sent by electronic mail **with P3 Northwest Area Recreation and Community Development in the Subject line** to:

   Debbie Racca-Sittre 210-207-2046
   Debbie.sittre@sanantonio.gov

   Questions sent by mail will also be accepted and should be addressed to:

   Debbie Racca-Sittre, Assistant Director
   Transportation & Capital Improvements Department
   City of San Antonio
   114 W. Commerce, Suite 522, San Antonio, TX 78205

3. Respondents may provide responses to questions asked of them by the Staff Contact Person after RFQs are received and opened. During interviews, if any, verbal questions and explanations will be permitted. If interviews are conducted, Respondents shall not bring lobbyists. City reserves the right to exclude any persons from such selection committee meetings as it deems in its best interests.

VII. AMENDMENTS TO RFQ/RFP

Changes, amendments or written responses to questions received in compliance with **Section VI, Restrictions on Communication** may be posted on City's website at http://epay.sanantonio.gov/rfpListings/. It is Respondent's responsibility to review this site and ascertain whether any amendments have been made prior to submission of a proposal. A Respondent who does not have access to the Internet, shall notify City in accordance with **Section VI, Restrictions on Communication**, that Respondent wishes to receive copies of changes, amendments or written responses to questions by mail or facsimile. No oral statement of any person shall modify or otherwise change or affect the terms, conditions or specifications stated in the RFQ, and changes to the RFQ – if any – shall be made in writing only.

VIII. SUBMISSION INSTRUCTIONS

When submitting a Statement of Qualifications or Proposals in person, visitors to City Hall must allow time for security measures. Visitors to City Hall will be required to enter through the east side of the building. The public will pass through a metal detector and x-ray machine located in the lobby. All packages, purses and carried items will be scanned during regular business hours of 7:45 a.m. to 4:30 p.m. After the public proceeds through the metal detector, they will sign in and receive a visitor's badge. For those that might require the use of a ramp, entry is available on the south side of the building (Dolorosa side). Security will meet the visitor in the basement with a hand scanner.

Respondent shall submit a total of **seven (7)** Qualification Statements which shall include one (**1**) original unbound Qualification Statement, signed in ink, and **nine (9)** printed copies of the submittal, as well as one (**1**) copy of the entire submittal in an Adobe PDF format on a compact disk (**CD**) in a sealed package, clearly marked on the front of the package "**RFQ: Northwest Area Recreation and Community Development.**" All submittals must be received in the Office of the City Clerk **NO LATER THAN 2:00 P.M. January 9, 2015** at the address indicated below. Any submittal received after this time shall not be considered.

Mailing Address:
Office of the City Clerk
Attn: Transportation & Capital Improvements
P.O. Box 839966
San Antonio, Texas 78283-3966

Physical Address:
Office of the City Clerk
Attn: Transportation & Capital Improvements
100 Military Plaza
City Hall, 2nd Floor,

VIII. SUBMISSION INSTRUCTIONS (continued)

Submittals sent by facsimile or email may be rejected. Responses to the solicitation should be complete and well organized. Adherence to the maximum page criterion is critical; each page side (maximum 8 1/2" x 11") with criteria information will be counted. Respondent shall adhere to the page limitations for each section as stated herein. Pages which have project photos, charts, and graphs will be counted toward the maximum number of pages. Front and back covers, Table of Contents pages and tabbed divider pages will not be counted if they do not contain submittal information. The use of recycled paper is encouraged. With regards to other types of binding, plastic (not metal) spiral or "comb" binding is highly recommended. Unnecessarily elaborate brochures, artwork, bindings, visual aids, expensive paper or other materials beyond which is sufficient to present a complete and effective submission are not required. All pages shall be numbered. Margins shall be no less than 1" around the perimeter of each page. Electronic files, websites or URLs shall not be included as part of the proposal, other than the CD specified above. Each submittal shall include the sections and attachments in the sequence listed in the RFP Section V, Submittal Document Requirements & Evaluation Criteria, and each section shall be divided by tabs and indexed as indicated in this RFQ. Failure to meet the above conditions may result in disqualification of the proposal.

Respondents who submit responses to this RFQ shall correctly reveal, disclose and state the true and correct name of the individual, proprietorship, corporation and/or partnership (clearly identifying the responsible general partner and all other partners who would be associated with the contract, if any). No nick-names, abbreviations (unless part of the legal title), shortened or short-hand, or local "handles" will be accepted in lieu of the full, true and correct legal name of the entity. These names shall comport exactly with the corporate and franchise records of the Texas Secretary of State and Texas Comptroller of Public Accounts. Individuals and proprietorships, if operating under other than an individual name, shall match with exact Assumed Name filings. Corporate Respondents and limited liability company Respondents shall include the 11-digit Comptroller's Taxpayer Number on the signature page of the Proposal.

STEP 1 – RFQ PHASE

IX. SUBMITTAL DOCUMENT REQUIREMENTS

Respondent's submittal shall include the following items in the following sequence:

TAB 1: TABLE OF CONTENTS

TAB 2: COVER LETTER (limit to 3 pages)

Provide a cover letter, signed by an authorized representative of the private entity, including the information detailed below:

a. Identification

i. Identify the private entity or consortium of private entities who will be directly involved in the qualifying project;
ii. Identify the principal(s) including title, mailing address, phone number, and email address;
iii. Identify the person(s) in charge of negotiations, key personnel who will be involved in decision making and the representative authorized to sign on behalf of the private entity; and
iv. Identify any persons known to the private entity who would be obligated to disqualify themselves from participation in any transaction arising from or in connection to the qualifying project.

b. Private Entity Contact Information

i. Physical address (if a consortium, include the address of each partner or member);
ii. Mailing address (if a consortium, include the address of each partner or member); and
iii. Primary phone and facsimile number.

TAB 3: PRIVATE ENTITY AND TEAM

a. Identify the Private Entity and the Team
   i. Identify the legal structure of the private entity or consortium of private entities and its members or principals making the proposal (limited to 1 page); and
   ii. To the extent the private entity is created, and for each member thereof, provide proof of authority to do business in Texas and, as applicable, a certificate of good standing from the Texas Comptroller of Public Accounts and Texas Secretary of State (no page limit).
   iii. To the extent a team is created, provide a list including the company name, primary contact, title, address, telephone and email of each team member and any selected or prospective professional or consultant which may include, but are not limited to analysts, architects, engineers, contractors, legal counsel, marketing firms, real estate brokerage and property management firms;
   iv. Describe the length of time in business, business experience, public sector experience and other engagements of the private entity or consortium of private entities;
   v. Identify the firms that will provide design, construction and completion guarantees and warranties;
   vi. Provide an organizational chart that clearly illustrates the team and identifies the role of each team member, including design professional, consultant or major contractor (over $1 million), participating in the development or operation of the qualifying project; and
   vii. Describe the management structure and the role each team member, partner and any prospective professional, consultant or major subcontractor (over $1 million) will fulfill in the development or operation of the qualifying project.

TAB 4: DEVELOPMENT TEAM EXPERIENCE <u>(limit to 10 pages)</u>

Please provide relevant experience with respect to the development and operation of public projects and other commercial projects, clearly distinguishing the experience of the Respondent (including joint ventures partners) from that of consultants and other team members. Please provide detailed explanations of previous and current experience relating to the selection criteria identified above.

TAB 4: DEVELOPMENT TEAM EXPERIENCE (limit to 10 pages) - continued

i. Project name and type.
ii. Location, including address and photograph.
iii. Identification of developer and explanation, if different from the Respondent submitting this response.
iv. Overall project size, mix of uses and tenants.
v. Development timeline (from Respondent selection/site control to construction completion, indicating any phasing if relevant.)
vi. Development cost, and a brief explanation of the approach used to finance the project, naming financing sources and amount of debt and equity (to the extent possible). General description including role of development entity, public sector and community involvement, previous use of the property and unique challenges of the project.
vii. Two references with contact name and phone numbers.
viii. Identification of involved public entities, references and contact information.

TAB 5: FINANCIAL CAPACITY AND CAPABILITY

In order to demonstrate access to equity capital and financing resources to carry out the proposed project, Respondents are required to provide the information below. The City recognizes that under certain circumstances this information can be construed as proprietary and sensitive. Therefore, the City will treat this entire portion of the submission as a confidential document, to the extent it is not already public information and to the extent allowed by law. As such, any document for this section which the Respondent may wish to claim as confidential or proprietary should be stamped "Confidential/Proprietary" on each page. In the submission the Respondents must:

i. List composition of current real estate portfolio. Provide the composition of current real estate portfolio, including the size, value, years of ownership and asset performance; and any other relevant information;
ii. Provide the most recent history (last 3 years) in obtaining financing commitments, detailing type of project, financing source, amounts committed;
iii. Include an audited financial statement and if publicly held, the most recent SEC filing;
iv. List and describe all pending projects, including status, development schedule and financial commitment required of the Respondents, a description of the project financing methods, sources and amounts. Indicate any working relationship on other projects with members of the development team proposed for this project;

TAB 5: FINANCIAL CAPACITY AND CAPABILITY (continued)

v. Identify specific sources of debt/equity capital, including relationships to the Respondent (outside lender, parent company, etc. and contact information; and,

vi. Indicate whether any finding sources or financial institutions have taken adverse action against the Respondent or joint venture partner, such as terminating or restricting the use of funds anytime during the past five years.

TAB 6: PROJECT CONCEPT, DEVELOPMENT PROGRAM AND OPERATIONAL AND MANAGEMENT PLAN (limit to 6 pages)

i. Please provide a narrative description of your team's development concept, development program and operational and management plan. Include the mix of uses, the phasing and sequencing of development and the Respondents approach to funding or financing the proposed project.

ii. Describe any potential occupants or users that the development team would bring to the project. Conceptual architectural sketches that indicate the mix and location of uses and any alterations proposed to the buildings and property subject to this RFQ should be included to illustrate the proposed development concept. Detailed architectural and engineering materials are neither required nor desired as part of any submission.

iii. Please provide a proposed project timeline including when construction is anticipated to begin.

TAB 7: MISCELLANEOUS

Use this section to present additional information such as letters of recommendation, letters of interest from prospective lenders or tenants, additional information concerning the development team and other information that supports the team's qualifications. Respondent may also use this section to present any item cited or referenced in the statement of qualifications.

TAB 8: DISCLOSURE FORMS

DISCRETIONARY CONTRACTS DISCLOSURE FORM– Respondent is required to warrant and certify that it, its officers, employees and agents are neither officials nor employees of City, as defined in Section 2-42 of City's Ethics Code. Respondents shall complete the form online at:
http://www.sanantonio.gov/eforms/atty/DiscretionaryContractsDisclosure.pdf
print a copy of the completed form and submit as Tab "8" in its ORIGINAL SUBMITTAL ONLY. If Respondent is proposing as a team or joint venture, then each party to that team or joint venture shall complete and submit a separate form with the submittal.

TAB 8: DISCLOSURE FORMS

LITIGATION DISCLOSURE FORM– Complete Litigation Disclosure form and additional pages for explanation, if necessary. If Respondent is proposing as a team or joint venture, then each party to that team or joint venture shall complete and submit a separate form with the submittal. Describe any pending or past court or civil action resulting from charges of financial misconduct or impropriety against the Respondent firm, its principals or associates.

X. EVALUATION CRITERIA (STEP 1-RFQ PHASE)

The City will conduct a comprehensive, fair and impartial evaluation of all submittals received in response to this RFQ. The City's P3 Oversight Committee shall perform the required evaluation of submitted RFQs. Each submittal will be analyzed to determine overall responsiveness and qualifications under the RFQ. The Oversight Committee may select no more than five (5) Respondents to move into the second phase of the selection process.

SELECTION CRITERIA AND EVALUATION FACTORS

The City may select a Successful Respondent and enter into an Interim Development Agreement (IDA) from this initial RFQ process or may issue a RFP to a short list of Respondents. A review committee consisting of City staff and outside consultants will review submissions and recommend a respondent for City Council approval.

Evaluation Criteria	Maximum Points
A. Evaluation of Qualifications and Experience	**35 points**
B. Project Concept, Development Program and Operational and Management Plan	**35 points**
C. Community Impact	**20 points**
D. Other Factors / Overall Evaluation	**10 points**
F. TOTAL	**100 points**

The Successful Respondent and the City will attempt to negotiate a mutually acceptable Comprehensive Development Agreement (CDA) during the term of the Interim Development Agreement. If they fail to do so within the time set forth in the IDA, the City may terminate the negotiations and, in its complete discretion, enter into an IDA with another Respondent. Factors to be considered in evaluating a detailed proposal shall include but not be limited to the following:

A. QUALIFICATIONS AND EXPERIENCE, such as the following**:**

1. Experience working with the public sector on public-private real estate development projects;
2. Experience, training and preparation with projects of similar size, scope and complexity;
3. The extent of personnel, logistical resources, bonding capacity, and the ability to complete the qualifying project in a timely and professional manner;
4. Demonstrated record of successful past performance, including timeliness of project delivery, compliance with plans and specifications, quality of workmanship, cost control and project safety;
5. Demonstrated compliance with applicable laws, codes, standards, regulations and agreements on past projects;
6. Leadership structure (provide an organizational chart);
7. Project manager's and project team's experience;
8. Financial condition and capacity; and
9. Project ownership.

City will consider the relevance of past experience for all parties proposed as a part of the team.

B. PROJECT CHARACTERISTICS

Factors to be considered in evaluating the qualifying project characteristics may include, but are not limited to:

1. Project scope and scale, land use and product mix;
2. The extent that the timing of the qualifying project is consistent with the City's plan for the Northwest Area Recreation Center;
3. Operation of the qualifying project;
4. Technology; technical feasibility;
5. Environmental impacts;
6. Federal, state and local permits; and
7. Maintenance of the qualifying project.

C. COMMUNITY IMPACT

Factors to be considered in evaluating the qualifying project's community impact may include, but are not limited to:

1. Financial return to City;
2. Schedule date to complete construction on Athletic Fields;
3. Expected date for transfer of Athletic Fields to City;
4. Amount of contribution to development of Phases 3 and 4 (indoor pool and linear park)

C. COMMUNITY IMPACT (continued)

5. Community support or opposition, or both;
6. Compatibility with existing and planned facilities;
7. Community benefits, including the economic impact the qualifying project will have on the City and affected jurisdictions in terms of tax revenue, the number of jobs generated and level of pay and fringe benefits of such jobs; and
8. Compatibility with local, regional and state economic development efforts.

D. OTHER FACTORS

Other factors that may be considered by the City in the evaluation and selection of proposals may include, but are not limited to:

1. The extent the offered consideration generates value and returns to the City and benefits to the public, including in-kind consideration greater than the fair market value of the asset;
2. The proposed cost of the qualifying project;
3. The general reputation, industry experience and financial capacity of the private entity;
4. The proposed design of the qualifying project;
5. Opportunity cost of taking an alternative action;
6. The private entity's compliance with a minority business enterprise participation plan or good faith effort to comply with the goals of such plan;
7. The private entity's plans to employ local contractors and residents; and
8. Other criteria that the City deems appropriate.

XI. AWARD OF (INTERIM DEVELOPMENT/COMPREHENSIVE DEVELOPMENT) AGREEMENT AND RESERVATION OF RIGHTS

A. City reserves the following rights:

i. The agreement, if awarded, will be awarded to the Respondents whose submittals are deemed most advantageous to City, as determined by the P3 Oversight Committee, upon approval by City Council.
ii. City may accept any submittal in whole or in part. If subsequent negotiations are conducted, they shall not constitute a rejection or alternate solicitation on the part of City. However, final selection of a Respondent is subject to City Council approval.
iii. City reserves the right to accept one or more submittals or reject any or all submittals received in response to this RFQ or to the RFP, and to waive informalities and irregularities in the responses received. City also reserves the right to terminate this or any solicitation, and reissue a

A. City reserves the following rights (continued):

v. This RFQ does not commit City to enter into an agreement, nor does it obligate City to pay any costs incurred in preparation or submission of a response or in anticipation of an agreement.

vi. No work shall commence until City signs the agreement document(s) and Respondent provides the necessary evidence of insurance and bonds as required. Contract documents are not binding until approved by City Attorney.

vii. The City may select a Successful Respondent and enter into an Interim Development Agreement (IDA) from this initial RFQ process or may issue a RFP to a short list of Respondents. A review committee consisting of City staff and outside consultants will review submissions and recommend a respondent for City Council approval.

viii. The Successful Respondent and the City will attempt to negotiate a mutually acceptable Comprehensive Development Agreement (CDA) during the term of the Interim Development Agreement. If they fail to do so within the time set forth in the IDA, the City may terminate the negotiations and, in its complete discretion, enter into an IDA with another Respondent.

B. PRIME*Link*

City administers its agreements and payments through an Internet-based project management system. All vendors will be required to use City's system and submit schedules.

C. CONFLICTS OF INTEREST:

Respondent acknowledges that it is informed that the Charter of City of San Antonio and its Ethics Code prohibit a City officer or employee, as those terms are defined in the Ethics Code, from having a financial interest in any contract or agreement with City or any City agency such as City-owned utilities. An officer or employee has a "prohibited financial interest" in a contract with City or in the sale to City of land, materials, supplies or service, if any of the following individual(s) or entities is a party to the contract or sale: City officer or employee; his parent, child or spouse; a business entity in which he or his parent, child or spouse owns 10 percent or more of the voting stock or shares of the business entity, or 10 percent or more of the fair market value of the business entity; or a business entity in which any individual or entity above listed is a Subcontractor on a City contract, a partner or a parent or subsidiary business entity.

D. INDEPENDENT CONSULTANT/CONTRACTOR:

Respondent agrees and understands that, if selected, it and all persons designated by it to provide services in connection with a contract, is (are) and shall be deemed to be an independent Consultant(s)/Contractor(s), responsible for its (their) respective acts or omissions, and that City shall in no way be responsible for Respondent's actions, and that none of the parties hereto will have authority to bind the others or to hold out to third parties, that it has such authority.

E. REQUIRED CONFLICT OF INTEREST QUESTIONNAIRE:

Effective January 1, 2006, Chapter 176 of the Texas Local Government Code requires that persons or their agents, who seek to contract for the sale or purchase of property, goods or services with City, shall file a completed conflict of interest questionnaire with City Clerk no later than the seventh (7th) business day after the date the person: (1) begins contract discussions or negotiations with City; or (2) submits to City an application, response to a request for proposals or bids, correspondence or another writing related to a potential agreement with City. The conflict of interest questionnaire form is available from the Texas Ethics Commission by accessing either of the following web addresses:

http://www.ethics.state.tx.us/whatsnew/conflict_forms.htm or
http://www.ethics.state.tx.us/forms/CIQ.pdf

Completed conflict of interest questionnaires may be mailed or delivered by hand to the Office of the City Clerk.

If mailing a completed conflict of interest questionnaire, mail to:

Office of the City Clerk
P.O. Box 839966
San Antonio, TX 78283-3966.

If delivering a completed conflict of interest questionnaire, deliver to:

Office of the City Clerk
City Hall, 2nd floor
100 Military Plaza
San Antonio, TX 78205

Respondent should consult its own legal advisor with questions regarding the statute or form.

F. OWNERSHIP OF DOCUMENTS

All submittals become the property of City upon receipt and will not be returned. Any information deemed to be confidential by Respondent should be clearly noted on the page(s) where confidential information is contained; however, City cannot guarantee that it will not be compelled to disclose all or part of any public record under the Texas Public Information Act, since information deemed to be confidential by Respondent may not be considered confidential under Texas law, or pursuant to a Court order.

G. COSTS IN PREPARATION OF STATEMENTS OF QUALIFICATIONS/ PROPOSAL

Any cost or expense incurred by the Respondent that is associated with the preparation of the submittal, the Pre-Submittal Conference or other solicitation related meetings, if any, or during any phase of the selection process, shall be borne solely by Respondent.

H. SOLICITATION REVIEW PROCESS

Any respondent desiring a review of the P3 solicitation process must deliver a written request to the Director of Transportation & Capital Improvements (TCI) within 7 calendar days from the date the notice of non-selection was sent. When the TCI Director receives a timely written request, the TCI Director, or designee, shall review the respondents concerns and the solicitation process for legitimacy and procedural correctness. After performing a full review, the TCI Director will notify the respondent in writing of his determination.

I. DEBRIEFINGS

In an effort to improve solicitation responses, CIMS is making available on its web site a "Solicitation Response Tip List" that includes the top common items that "make or break" submissions. Providing this information prior to the due date of the submittal provides Respondents with an opportunity to develop a better response for each solicitation. P3 respondents will not be guaranteed an individual debriefing.

J. VERIFICATION OF INFORMATION

City reserves the right to verify any and all information submitted by Respondents at any time of the solicitation/evaluation process.

K. CITY COUNCIL APPROVAL REQUIRED

Final approval of a selected firm(s) is subject to the action of the San Antonio City Council including the required Public Hearing/Public Comment Process.

L. RIGHT TO NEGOTIATE: City reserves the right to contact any Respondent to negotiate if such is deemed desirable by City.

M. SBEDA (SMALL BUSINESS ECONOMIC DEVELOPMENT ADVOCACY PROGRAM): The City of San Antonio, through City Ordinance No. 2010-06-17-0531, has adopted and implemented a Small Business Economic Development Advocacy ("SBEDA") Program. Information regarding the SBEDA Ordinance may be found on the City's Economic Development Department (EDD) website and is also available in hard copy form upon request to the City. In accordance with the SBEDA Program, any contract entered into as a result of this solicitation shall be subject to the SBEDA Affirmative Procurement Initiative and goal as determined by the applicable SBEDA Goal Setting Committee. Upon selecting a Respondent to negotiate the terms and conditions of a binding agreement, the selected Respondent's proposal shall be submitted to the Goal Setting Committee for determination regarding the applicability of an Affirmative Procurement Initiative, relative goal and required date for return of a Utilization Plan. Should the selected Respondent be unable or unwilling to contractually commit to meet the goals set by the Goal Setting Committee, the City shall decline the Respondent's proposal and may negotiate with the next favorable Respondent.

END OF 1ST PHASE: RFQ

THE NEXT PORTION IS FOR INFORMATIONAL PURPOSES ONLY

<u>DO NOT SUBMIT</u>

INFORMATION FOR RFP

STEP 2 - RFP PHASE

Submittal Document Requirements

The following Submittal Document Requirements and Evaluation Criteria for Step 2 RFP Phase is for informational purposes only. The City DOES NOT expect these documents to be submitted during the Step 1 RFQ Phase. Should the Respondent be invited to submit for the RFP phase, this is an example of the format and documents that will be requested. The City reserves the right to change or alter these requirements at the time of the issuance of the RFP.

The City will send letters to not more than 5 respondents from Step 1 (RFQ phase) requesting that the respondent(s) submit additional information as outlined below for the RFP phase.

1. TAB 1: TABLE OF CONTENTS

2. PROPOSAL

Provide an overview of the qualifying project including the conceptual design of any facility or a conceptual plan for the provision of services. The conceptual design for facilities, at a minimum, shall include concept renderings, a concept site plan and elevations that collectively illustrate the location, size and context of the qualifying project. The required renderings and drawings include:

a. TAB 2: Concept Plan

i. Concept Renderings: Provide a concept design (plan, computer aided model, aerial sketch, photomontage, etc.) that characterizes the context of the urban design of the qualifying project. The concept drawings shall clearly illustrate the relationship of the qualifying project to the principal street and surrounding developments.

ii. Concept Site Plan: The site plan shall encompass the subject property and portions of contiguous parcels, include landscape and urban design concept(s). The site plan shall also indicate all major pedestrian entrances, all proposed outdoor areas; and the circulation plan showing how the qualifying project relates to public rights-of-way to and within the site, for walking, cycling, public transportation and motor vehicles. Summarize the preliminary programming of facilities, including if any, the mix of uses, square footage(s), total parking spaces, parking allocations(shared or exclusive) and types of parking (e.g. structured or surface).

iii. Elevations: Provide exterior building elevations, illustrating the massing, openings, and any related elements.

c. **TAB 3**: Project Overview

The qualifying project overview, at a minimum, must include:

i. Describe the proposed business arrangements (i.e. ground lease, build-to-suite, parking management agreements, etc.);
ii. Describe the plan for the development, financing and operation of the qualifying project showing the anticipated schedule of which funds will be required;
iii. Describe the implementation strategy for the qualifying project
iv. Provide a preliminary schedule including permits and approvals from any federal, state or local agencies, to the extent such are required, and timing of any contemplated requests for federal, state or local resources, and the initiation, construction phasing, completion and opening of the qualifying project including major milestones and the proposed major responsibilities and timeline for activities to be performed by the City and the private entity;

d. **TAB 4**: Terms, Special Conditions and Other Considerations

This Section is reserved for a description of any special conditions the proposal may offer to or request from the City.

i. Terms: State the terms offered for the qualifying project.
ii. Contingencies: State any contingencies or conditions requested by the private entity.

3. PROJECT ANALYSES

In this Section include the project analyses that support the business case of the qualifying project. The Project Analysis Section shall be categorized into four sub-tabbed sections as follows: (1) location and site analysis, (2) marketing and competitive analysis, (3) financial analysis and (4) political and legal analysis:

a. **TAB 5**: Location and Site Analysis

i. Describe how the proposed design of the improvements and the attributes of the site will generate maximum financial, economic and social benefits; and
ii. List any public utility facilities that will be affected by the qualifying project and a statement of the plans to accommodate the affected facilities.

b. **TAB 6**: Market and Competitive Analysis

   i. Provide a market study that supports the revenue assumptions and viability of the qualifying project. To indicate feasibility forecast the supply and demand relationship, including but not limited to demographic data, traffic counts, rent levels and absorption rates. Include any supporting due diligence studies, analyses or reports.

c. **TAB 7**: Construction Schedule

   i. Provide a timeline identifying all the stages of project development from design to completion of turn-key project.
   ii. Provide a construction timeline using the critical path method. Timeline should set out the work schedule for the project from the design stage to project acceptance by the City.

d. **TAB 8**: Political and Legal Analysis

   i. Provide an explanation of how the qualifying project will complement or comply with the City's SA 2020 Plan.
   ii. List all permits and approvals required for the development and completion of the qualifying project from federal, state or local agencies.
   iii. Identify any federal, state or local resources that the private entity contemplates requesting for the qualifying project. Describe the total commitment, if any, expected from governmental sources and the timing of any anticipated commitment, both one-time and on-going.

4. PROJECT FINANCING

a. **TAB 9:** Financial Analysis

   i. Explain the financing plan for the qualifying project including identifying the source(s) and amount of debt and equity to be used to capitalize the qualifying project, the relationships (e.g., outside lender, parent company, etc.).
   ii. Provide the following information: loan commitment letters and contact information for funding sources; the sources and anticipated amounts of working capital to cover operating costs and to adequately maintain operations from the start-up through completion; and letters from lending institutions, not more than three months old that demonstrate the existence of liquid assets or suitable unencumbered lines of credit to carry out the predevelopment activities. Evidence of the private entity's liquid assets or some acceptable form of equity shall be equal to the equity requirements of the prospective construction lender.
   iii. Use of federal, state or local funding: To the extent the private entity has identified federal, state or local funding sources; describe such sources.

b. **TAB 10**: Project Budget

   i. Using standard estimating techniques provide a development budget detailing any anticipated land acquisition(s), the anticipated pre-development costs, and hard and soft costs from construction through occupancy.
   ii. The budget should include cost estimates to pay for the relocation of any utility facilities which will be displaced as a result of project development.
   iii. The budget should also include necessary infrastructure adjustments as required by the Traffic Impact Analysis, drainange review or other

c. **TAB 11**: Proforma Financial Statements

   i. Provide a discounted cash flow analysis, for the duration of the qualifying project, including but not limited to: estimates of costs, operating expenses, capital reserves including replacement and re-tenanting reserves, net operating income, debt service, partnership percentages, disposition benchmarks, and calculations of net present value, internal rate of return.
   ii. Provide projected balance sheet, statement of losses and earnings and income statement for the first year of operation.

d. **TAB 12**: Bonding and Insurance

   i. Provide statement from A+ or better rated insurance company treasury certified surety company that project will be fully insured and bonded.

5. TAB 13: COMMUNITY IMPACT

   i. State the community benefits, including the economic impact and tax revenues, the qualifying project will have on the City.
   ii. Estimate the number of jobs to be generated for area residents and level of pay and fringe benefits of such jobs.
   iii. Project the number and value of subcontracts generated for area subcontractors.

6. TAB 14: MISCELLANEOUS

Use this Section to present additional information such as letters of recommendation, letters of interest from prospective lenders or tenants, additional information concerning the development team and other information that supports the proposal. Respondent may also use this Section to present any item cited or referenced in the proposal.

Evaluation Criteria (Step 2—RFP Phase)
(NOTE: THIS IS FOR INFORMATIONAL PURPOSES ONLY AT THIS TIME)

Once proposals are received, the City will conduct a comprehensive, fair and impartial evaluation of all submittals received in response to the RFP. The City's P3 Oversight Committee will perform the required evaluation of submitted RFPs. Each submittal will be analyzed to determine overall responsiveness and qualifications under the RFP. The City's P3 Oversight Committee may select all, some or none of the Respondents.

A.

Evaluation Criteria	Maximum Points
A. Project Characteristics	**25 points**
B. Project Costs and Financing	**25 points**
C. Community Impact	**25 points**
D. Other Factors / Overall Evaluation	**25 points**
F. TOTAL	**100 points**

PROJECT CHARACTERISTICS

Factors to be considered in evaluating the qualifying project characteristics may include, but are not limited to:

1. Project scope and scale, land use and product mix;
2. The extent that the timing of the qualifying project is consistent with the City's SA2020 Plan;
3. Operation of the qualifying project;
4. Technology; technical feasibility;
5. Environmental impacts;
6. Federal, state and local permits; and
7. Maintenance of the qualifying project.

B. PROJECT COST AND FINANCING

Factors to be considered in evaluating whether the proposed financing allows adequate access to the necessary capital to finance the qualifying project may include, but are not limited to:

1. Cost and cost benefit to the City;
2. Financing and the impact on the debt or debt burden of the City;

B. PROJECT COST AND FINANCING

3. Financial plan, including overall feasibility and reliability of plan; operator's past performance with similar plans and similar projects; the degree to which the private entity has conducted due diligence investigation and analysis of proposed financial plan and the results of any such inquiries or studies;
4. Estimated project cost and life-cycle cost analysis; and
5. The identity, credit history, past performance of any third party that will provide financing for the qualifying project and the nature, amount and timing of their commitment, as applicable.

C. COMMUNITY IMPACT

Factors to be considered in evaluating the qualifying project's community impact may include, but are not limited to:

1. Community benefits, including the economic impact the qualifying project will have on the City and affected jurisdictions in terms of tax revenue, the number of jobs generated and level of pay and fringe benefits of such jobs;
2. Community support or opposition, or both;
3. Compatibility with existing and planned facilities; and
4. Compatibility with local, regional and state economic development efforts.

D. OTHER FACTORS

Other factors that may be considered by the City in the evaluation and selection of proposals may include, but are not limited to:

a. The extent the offered consideration generates value and returns to the City and benefits to the public, including in-kind consideration greater than the fair market value of the asset;
b. The proposed cost of the qualifying project;
c. The general reputation, industry experience and financial capacity of the private entity;
d. The proposed design of the qualifying project;
e. Opportunity cost of taking an alternative action;
f. The private entity's compliance with a minority business enterprise participation plan or good faith effort to comply with the goals of such plan;
g. The private entity's plans to employ local contractors and residents; and,
h. Other criteria that the City deems appropriate.

REFERENCE EXHIBITS

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MASTER PLAN

EXHIBIT (A)

ATHLETIC FIELDS / PLAYGROUND /PARKING PROGRAMMING AND ARCHITECTURAL REQUIREMENTS

EXHIBIT (B)

TRAFFIC IMPACT ANALYSIS

EXHIBIT (C)

MARKETING FEASIBILITY STUDY FOR RECREATION CENTER

EXHIBIT (D)